9600002141

Department of State **Division of Corporations** P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:

800002031888--9 -12/18/96--01015--015 ****131.25 ****131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee \$78.75

Filing Fee

& Certificate

□\$122.50

Filing Fee

& Certified Copy

\$131.25

Filing Fee. Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

Sergey Motyushin Name (Printed or typed) FROM: 1825 Ponce de Leon Blud, Suite #329 CORal Gables, FL 33134 Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ne 12/18/96

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Sof Tware Direct, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1825 PONCE de Leon Blrd. COMAL Gables, FL 33134

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 Shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:

Serger Matyushin
18090 COLLINS are #141
SUNNY ISLES, FL 33160

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Serger Matrushin, 18090 COLLINS are Apt. \$242 Surry ISLES, FL 33160

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

16 day of becember, 19 96

(An additional article must be added if an effective date is requested.)

Signature

Signature

Notarization is not required

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is	Software	Direct, INC.
2.	2. The name and address of the registered agent and office is:		
	Serger Matrushin ASS 8		
	(P. O. 1	19090 COLLIN Box or Mall Drop Box NOT ACCE	EPTABLE)
		MIAMIS CHINY (CITY/STATE/ZIP)	ISLES, FL, 32 50 50

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(SIGNATURE) 12/16/96
(DATE)